

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
Debtors. : (Jointly Administered)
----- X

AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL

STATE OF INDIANA)
) ss:
COUNTY OF MARION)

John F. Wickes, Jr., being duly sworn, deposes and says:

1. I am a principal of Lewis & Kappes, P.C. ("Lewis & Kappes"), which firm maintains offices at One American Square, Suite 2500, Indianapolis, Indiana 46282.
2. Neither I, Lewis & Kappes, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.
3. Lewis & Kappes has represented and advised the Debtors in Indiana with respect to a broad range of aspects of the Debtors' businesses.
4. The Debtors have requested, and Lewis & Kappes has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and Lewis & Kappes proposes, to render the following services to the Debtors: Any legal representation in which Lewis & Kappes, either individually or as part of an industrial group, represents Delphi in matters related to energy and industrial energy use.
5. A copy of Lewis & Kappes' current billing rates is attached.
6. Except as set forth herein, no promises have been received by Lewis & Kappes or any partner, auditor or other member thereof as to compensation in connection

with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

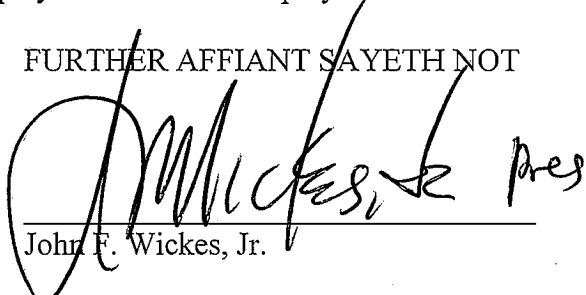
7. Lewis & Kappes has no agreement with any entity to share with such entity any compensation received by Lewis & Kappes.

8. Lewis & Kappes and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. Lewis & Kappes does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.

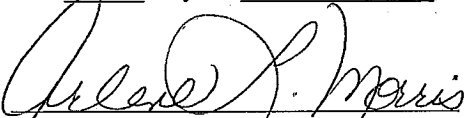
9. Neither I, Lewis & Kappes, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which Lewis & Kappes is to be engaged.

10. The foregoing constitutes the statement of John F. Wickes, Jr. pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT


John F. Wickes, Jr.

Subscribed and sworn before me
this 15 day of December 2005.


Arlene L. Morris, Notary Public

My Commission Expires: May 23, 2008
Marion County Resident.

LEWIS & KAPPES, P.C.

1700 One American Square
Box 82053
Indianapolis, Indiana 46282-0003
(317) 639-1210
Fax: (317) 639-4882
E-Mail: Office@Lewis-Kappes.com
Web Site: Lewis-Kappes.com

Areas of Practice

Bankruptcy
Civil Litigation
Corporate and Business Law
Utility Regulation
Immigration
Labor and Employment
Taxation
Environmental
Intellectual Property
Real Estate, Land Use and Zoning
Municipal Law
Domestic Relations
Probate and Estate Planning
Mediation
Securities

BILLING RATES

Attorneys

Ammeen, James J.	\$235.00
Bradbury, Sara R.	\$165.00
Dodd, Bette J.	\$260.00
Duvall, Leslie	\$225.00
French, Peter S.	\$240.00
Gabriel, Charleyne L.	\$260.00
Gray, David W.	\$285.00
Griesemer, Steve W.	\$210.00
Iza, Angela D.	\$175.00
Kappes, Philip S.	\$265.00
Kaufman, Hannah	\$165.00
Klimek, James A.	\$250.00
Klinestiver, David S.	\$235.00
Kunz, Kathryn M.	\$275.00
Moreno, Marco A.	\$175.00
O'Neal, C. Duane	\$240.00
Poling, Christopher A.	\$210.00
Price, Gary P.	\$285.00
Richardson, Todd A.	\$265.00 Appeals \$280.00
Robinson, Suzanne L.	\$175.00
Ruge, Thomas R.	\$285.00
Statz, Brian A.	\$235.00
Stewart, Timothy L.	\$240.00
Taylor, Christopher R.	\$190.00
Terry, Jennifer Wheeler	\$220.00
Tuchman, Steven L.	\$285.00
Wickes Jr., John F.	\$310.00
Yonover, Scott D.	\$200.00
Zelman, Paula L.	\$195.00
Zoccola, James E.	\$235.00

Paralegals

Lephart, Karen S.	\$115.00
Morris, Arlene L.	\$115.00
Squires, Kay M.	\$115.00
Wood, Sandy K.	\$120.00

Contingent fee arrangements may be authorized in appropriate circumstances.

These are the rates generally applicable to the provision of legal services and will be in effect August 1, 2005, and thereafter.

CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing Affidavit has been served upon the following by first class, U.S.mail, postage prepaid, this 15th day of December 2005:

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attn: General Counsel

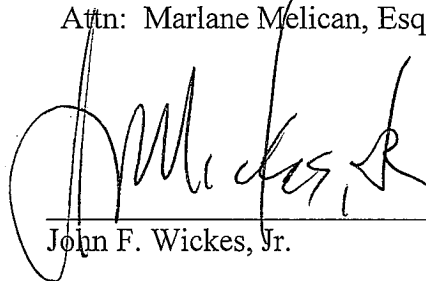
Skadden, Arps, Slate, Meagher & Flom
333 West Wacker Drive, Suite 2100
Chicago, IL 60606
Attn: John Wm. Butler, Jr., Esq.

U.S. Trustee
33 Whitehall Street, Suite 2100
New York, NY 10044
Attn: Alicia M. Leonhard, Esq.

Latham & Watkins
885 Third Avenue
New York, NY 10022
Attn: Mark A. Broude, Esq.

Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, NY 10017
Attn: Marissa Wesley, Esq.

David Polk & Wardell
450 Lexington Avenue
New York, NY 10017
Attn: Marlane Melican, Esq.



John F. Wickes, Jr.